# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 8-K

## CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

May 25, 2023

Date of Report (Date of earliest event reported)

### WHITE MOUNTAINS INSURANCE GROUP, LTD.

(Exact name of registrant as specified in its charter)

Bermuda 1-8993 94-2708455
(State or other jurisdiction of incorporation or organization) (Commission file number) (I.R.S. Employer Identification No.)

#### 23 South Main Street, Suite 3B, Hanover, New Hampshire 03755

(Address of principal executive offices)

(603) 640-2200

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any

of the following provisions:		
$\square$ Written communications pursuant to Rule 425 u	under the Securities Act (17 CF	FR 230.425)
$\square$ Soliciting material pursuant to Rule 14a-12 und	ler the Exchange Act (17 CFR	240.14a-12)
☐ Pre-commencement communications pursuant	to Rule 14d-2(b) under the Exc	change Act (17 CFR 240.14d-2(b))
$\square$ Pre-commencement communications pursuant	to Rule 13e-4(c) under the Exc	hange Act (17 CFR 240.13e-4(c))
Securities registered pursuant to Section 12(b) of t	he Act:	
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares, par value \$1.00 per share	WTM WTM.BH	New York Stock Exchange Bermuda Stock Exchange
Indicate by check mark whether the registrant is at of this chapter) or Rule 12b-2 of the Securities Excompany □		s defined in Rule 405 of the Securities Act of 1933(§230.405-2 of this chapter).  Emerging growth
If an emerging growth company, indicate by check with any new or revised financial accounting stand	<u>o</u>	cted not to use the extended transition period for complying tion 13(a) of the Exchange Act. O

#### ITEM 5.07 Submission of Matters to a Vote of Security Holders.

The Company held its 2023 Annual General Meeting of Members (the "2023 Annual Meeting") on May 25, 2023 in Hamilton, Bermuda.

As of April 3, 2023, the record date for the 2023 Annual Meeting, a total of 2,564,484 common shares were outstanding and eligible to vote. The results are presented below.

#### **Proposal 1 - Election of the Company's Directors.**

#### Election of Class II Directors to a term ending in 2026:

Nominee:	Votes FOR	Votes Against	Abstained	Broker Non-votes
G. Manning Rountree	2,021,652	24,203	870	312,325
Mary C. Choksi	2,005,274	40,034	1,417	312,325
Weston M. Hicks	2,039,215	6,222	1,288	312,325
Steven M. Yi	2,039,120	6,267	1,338	312,325

#### Proposal 2 - Approval of the advisory resolution on executive compensation.

 Votes FOR	Votes Against	Abstained	Broker Non-votes
 1,678,679 (82%)	366,511	1,536	312,325

#### Proposal 3 - Advisory vote on the frequency of future advisory votes on executive compensation; EVERY;

Broker				
Non-votes	Abstained	3 Years	2 Years	1 Year
312,325	765	177.548	3,358	1.865.055

In light of the voting results with respect to the frequency of say-on-pay votes, the Company's Board of Directors has decided that the Company will hold an annual non-binding say-on-pay vote until the next vote on the frequency of say-on-pay votes occurs.

## Proposal 4 - Approval of the appointment of PricewaterhouseCoopers LLP ("PwC") as the Company's Independent Registered Public Accounting Firm for 2023.

Votes FOR	Votes Against	Abstained
2,328,275	29,147	1,628

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WHITE MOUNTAINS INSURANCE GROUP, LTD.

May 25, 2023

/s/ MICHAELA J. HILDRETH
Michaela J. Hildreth
Managing Director and
Chief Accounting Officer